

# State of Idaho

## Department of State

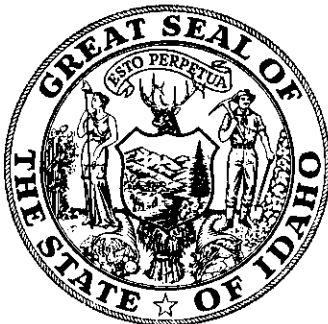
### CERTIFICATE OF AMENDMENT OF

RUEN-YEAGER & ASSOCIATES, INC., P.A.

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of Articles of Amendment to the Articles of Incorporation of RUEN-YEAGER & ASSOCIATES, INC., P.A. duly signed and verified pursuant to the provisions of the Idaho Business Corporation Act, have been received in this office and are found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Amendment to the Articles of Incorporation and attach hereto a duplicate original of the Articles of Amendment.

June 11, 1993



*Pete T. Cenarrusa*  
SECRETARY OF STATE

By

*Lucy J. Clark*

ARTICLES OF AMENDMENT TO  
ARTICLES OF INCORPORATION  
OF

RUEN-YEAGER & ASSOCIATES, INC., P.A.

SECRETARY OF STATE

JUL 10 1959

Articles of Amendment to the Articles of Incorporation of RUEN-YEAGER & ASSOCIATES, INC., P.A., are herein executed by said Corporation pursuant to the provisions of Section 30-1-59, et seq., of the Idaho Business Corporation Act, as follows:

1. The name of the Corporation is RUEN-YEAGER & ASSOCIATES, INC., P.A.
2. The amendments to the Articles of Incorporation of said Corporation are as follows:

- (A) ARTICLE V shall be amended to read as follows:

V

The aggregate number of shares which this Corporation shall have authority to issue is twenty-five thousand (25,000) shares.

Such shares are to consist of one class only, to be known as common stock, and such shares are to have a par value of Ten Dollars (\$10.00) per share.

This Corporation shall have the right to purchase its own shares from the unreserved and unrestricted capital surplus available, as well as from the unreserved and unrestricted earned surplus available.

- (B) ARTICLE IX shall be amended to read as follows:

IX

The number of directors of this Corporation shall be fixed in the Bylaws and may be changed from time to time by amending the Bylaws.

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In compliance with the Idaho Business Corporation Act, this Corporation may enter into, contract, and otherwise transact business as vendor, purchaser, or otherwise, with one or more of its directors, officers, or shareholders or with any corporation, association, firm, or entity in which one or more of them are or may become interested as directors, officers, shareholders, members, or otherwise.

A director of the Corporation shall not be personally liable to the Corporation or its shareholders for monetary damages arising from breach of fiduciary duty as a director, except this limitation on liability shall not apply to (i) any breach of the director's duty of loyalty, (ii) any act or omission not in good faith or which involves intentional misconduct or a knowing violation of law, (iii) liability provided for under Idaho Code Section 30-1-48, or (iv) any transaction from which the director derives an improper personal benefit. This limitation on liability shall not apply to any act or omission occurring before the effective date of this paragraph. If the Idaho Code is amended to authorize corporate action eliminating or limiting the personal liability of directors, then the liability of a director of the Corporation shall be eliminated or limited to the fullest extent permitted by the Idaho Code, as so amended. Any repeal or modification of the foregoing paragraph by the shareholders of the Corporation shall not adversely affect any right or protection of a director of the Corporation existing at the time of such repeal or modification.

The Corporation has the power to indemnify, and to purchase and maintain insurance for, its directors, officers, trustees, employees, and other persons and agents. Without limiting the generality of the foregoing, the Corporation shall indemnify its directors against all liability, damages, and costs or expenses (including attorney's fees) arising from or in connection with service for, employment by, or other affiliation with this Corporation to the maximum extent and under all circumstances permitted by law.

3. The date of the adoption of said amendments by the shareholders of the Corporation is May 25, 1993.

4. The number of shares outstanding of Corporation is thirty (30) shares, all of which are entitled to vote.

5. The number of shares voting for and against said amendment, respectively, were as follows:

For Amendment	30 Shares
Against Amendment	-0- Shares

6. The stock split approved by the directors pursuant to which this amendment is executed provides for the exchange, reclassification, or cancellation of issued shares in that each share of the Corporation's currently outstanding single class of voting common stock having a par value of One Hundred Dollars (\$100.00) per share shall be exchanged for ten (10) shares of newly created voting common stock having a par value of Ten Dollars (\$10.00) per share. All of the currently outstanding shares which are exchanged in the stock split shall be canceled.

7. The amendment does not effect a change in the amount of stated capital of the Corporation.

DATED this 25th day of MAY, 1993<sup>3</sup>

RUEN-YEAGER & ASSOCIATES, INC.,  
P.A.

By Darius L. Ruen  
DARIUS L. RUEN, President

By Bruce Grachal, P.E.  
BRUCE GRACHAL, Secretary

STATE OF IDAHO           )  
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County of Kootenai    )

DARIUS L. RUEN, being first duly sworn on oath, deposes and says:

That I am the President of RUEN-YEAGER & ASSOCIATES, INC., P.A.; that I have read the within and foregoing Articles of Amendment to Articles of Incorporation; know the contents thereof, and believe the same to be true.

Darius L Ruen

SUBSCRIBED AND SWORN TO before me this 25th day of May, 1992<sup>3</sup>

Kathy M. Conley  
Notary Public in and for the State  
of Idaho, residing at Sandpoint

My Commission Expires 2-16-95